



BY ELECTRONIC MAIL

Submission No. 22-70
April 1, 2022

Mr. Christopher J. Kirkpatrick
Secretary of the Commission
Office of the Secretariat
Commodity Futures Trading Commission
Three Lafayette Centre
1155 21st Street, NW
Washington, DC 20581

Re: Amendment to ICE Futures U.S. Bylaw Section 4.1- Submission Pursuant to Section 5c(c)(1) of the Act and Regulation 40.6(a)

Dear Mr. Kirkpatrick:

Pursuant to Section 5c(c)(1) of the Commodity Exchange Act, as amended (the "Act") and Commodity Futures Trading Commission ("Commission") Regulation 40.6(a), ICE Futures U.S., Inc. ("IFUS" or "Exchange") hereby certifies the amendments to Bylaw Section 4.1 regarding the number and election of directors of the governing board of the Exchange. The composition requirements currently include 2 individuals who are officers or directors of Intercontinental Exchange Inc. ("ICE"), the parent of IFUS. The amendment expands this category to include individuals who are advisers to ICE, thereby allowing a broader range of experienced professionals to serve as the ICE representatives to the Exchange board.

The Exchange certifies that the amendment complies with the requirements of the Act and the CFTC Regulations promulgated thereunder, in particular, core principles 7 and 15. The Exchange is not aware of any opposing views with regard to the amendment and further certifies that, concurrent with this filing, a copy of this submission was posted on the Exchange's website at <https://www.theice.com/futures-us/regulation#rule-filings>. If you have any questions or need further information, please contact me at 212-748-4083 or at audrey.hirschfeld@ice.com.

Audrey R. Hirschfeld

A handwritten signature in blue ink that reads "Audrey R. Hirschfeld".

SVP and General Counsel
ICE Futures U.S., Inc.

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ICE Futures US, Inc. a designated contract market under
the Commodity Exchange Act, as amended.

Section 4.1. Number; Election Qualifications

- (a) The number of directors constituting the entire Board of Directors shall be seven (7), consisting of two individuals who are executive officers or directors of, or advisers to, Intercontinental Exchange, Inc. ("ICE") or any successor to, or successor owner of, ICE, the President of the Corporation, three (3) representatives who are not IFUS Members and qualify as Public Directors, and one other individual elected by the shareholders, and acting by a majority vote of the total number of directors. The number of directors may be such other number, not less than three (3), fixed from time to time by the Board of Directors, acting by a majority vote of the total number of directors which the Corporation would have, prior to any increase or decrease, determined as if there were no vacancies, provided, that no decrease shall shorten the term of any incumbent director.

[Remainder Unchanged]

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